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2 DATE OF ORDER ORDER NO. CONTRACT NO. EP-W-11-011 0001 06/16/2011 ITEM NO. SUPPLIES/SERVICES QUANTITY UNIT UNIT **AMOUNT** QUANTITY ORDERED PRICE ACCEPTED (d) (f) (a) (b) (c) (e) (g) Admin Office: HPOD US Environmental Protection Agency Headquarters Procurement Operations Ariel Rios Building 1200 Pennsylvania Avenue, NW Washington DC 20460 Period of Performance: 06/16/2011 to 01/26/2012 0001 Smart Growth Implementation Assistance / Infrastructure Financing Support in accordance with the attached Statement of Work and the Contractor's proposal and latests revisions dated June 13, 2011. The Contractor is not authorized to exceed the current funded amount of \$65,000.00 Additional funding will be provided via Task Order modification as it becomes available. The Contractor shall also provide deliverables in accordance with the OSC Style Guide, also incorporated by reference. Accounting Info:

11-12-B-11WC-502MA4B-2505-1111W1C049-0 01 BFY: 11 EFY: 12 Fund: B Budget Org: 11WC Program (PRC): 502MA4B Budget (BOC): 2505 DCN - Line ID: 1111W1C049-001 Funding Flag: Complete Funded: \$65,000.00

The obligated amount of award: \$65,000.00. The total for this award is shown in box 17(i).

\$0.00

Statement of Work

I. TITLE: Smart Growth Implementation Assistance; Infrastructure Financing Strategies for Transit-Oriented Development

II. PERIOD OF PERFORMANCE

From: Date of award

To: Approximately 9 months after date of award

III. BACKGROUND

EPA's Office of Sustainable Communities initiated a Smart Growth Implementation Assistance (SGIA) Program in 2005. The SGIA program is an annual, competitive solicitation open to state, local, regional, and tribal governments (and non-profits that have partnered with a governmental entity) that want to incorporate smart growth techniques into their future development. Once selected, communities receive direct technical assistance from a contracted team of national experts in policy analysis or public participatory processes. The assistance is tailored to the community's unique situation and priorities. The multi-disciplinary teams provide information to help the community achieve its goal of encouraging growth that fosters economic progress and environmental protection.

The SGIA program's goals include (1) supporting communities interested in implementing smart growth policies; (2) creating regional examples of smart growth that can catalyze similar projects in the area; and (3) identifying common barriers and opportunities for smart growth development and creating new tools that other communities can use.

This statement of work is to provide technical assistance to four communities through the SGIA program to address the issue of infrastructure financing as it relates to transit-oriented development (TOD). Concentrating dense development around transit stops to create nodes of mixed-use, walkable neighborhoods requires a different scale of infrastructure and infrastructure placement than that provided for typical suburban automobile-oriented development. For example, a well-connected street grid with public utilities is needed to attract investment from the private sector in TOD, but communities often struggle to afford these upfront costs. Developers and communities often have difficulty financing TOD, in part because of the additional costs associated with providing structured parking, roads with on-street parking, sidewalks, bicycle amenities, open space, utilities for dense development, and other critical, non-revenue generating infrastructure components of TOD. Vertical, mixed-use development presents construction challenges and complexity that increase costs and therefore risk for any lender. Longer development timelines and delayed return on investment further increase the difficulty in finding financing.

The four recipients of the technical assistance provided through this statement of work each have a unique situation, but they all are struggling to piece together a financing

model that will lay the infrastructure foundation to attract private investment in TOD. The four recipients are:

• The South Suburban Mayors and Managers Association (SSMMA), a council of 42 governments in the southern suburbs of Chicago. SSMMA's jurisdiction includes two existing METRA commuter lines with 32 stations, intermodal facilities, and a freight line that has received federal approval to be converted into another METRA line adding 9 more stations in as many municipalities. SSMMA is looking at how to reposition local land near transit to serve an expanding industrial base while providing area housing near new and existing stations.

The communities served by SSMMA has many traditional impediments to redevelopment including high poverty, minimal investment capabilities, and limited development staff capacity in municipal governments. The infill sites available for TOD often require public sector intervention to consolidate land ownership, assess and remediate brownfield conditions, and replace antiquated infrastructure. Most types of public financing for these activities are only available to property owners, yet SSMMA's municipal members typically lack the resources to acquire and control development sites. SSMMA believes that creation of a local infrastructure bank is the most important step needed to catalyze TOD in their community.

• The Utah Transit Authority (UTA), Salt Lake City, and Sandy City, Utah. UTA is a multi-modal transportation agency that operates the TRAX light-rail line through the Wasatch Front. UTA controls land or has partners who are interested in developing two TOD sites at the TRAX hub stations in Salt Lake City and Sandy City.

The Salt Lake metropolitan area has experienced a proliferation of sprawling, automobile-oriented development. Their major impediment to mixed-use TOD has been finding funding for the difference in infrastructure costs between their traditional pattern of development and TOD.

• The City of Wheat Ridge, Colorado, a municipality within the Denver metropolitan region. Wheat Ridge has been selected to become the end-of-the-line station for the FasTracks Gold Line Corridor and has adopted a subarea plan for the area surrounding the future station that implements TOD.

Wheat Ridge has not been able to identify a viable public-private funding source to pay for needed infrastructure improvements in the area. The current "park and ride" design, which will be built unless additional funding is identified, will likely create awkward development parcels and devote significant amounts of land near the station to stormwater facilities and surface parking. While adjacent property owners are generally supportive of the long-term vision for the area, there is little organization or understanding of how resources could be pooled and used to lay the framework for TOD. Property owners and potential developers may not be interested in redevelopment opportunities until the commuter rail line is in operation. However, if the public infrastructure associated with the station is built in a low-density suburban

pattern at the outset, before private dollars are leveraged, the opportunity to realized a higher-density, mixed-use development may never be realized.

• The Cumberland Community Improvement District (CCID) located in Cobb County in the suburban metro Atlanta area. CCID is a voluntary commercial tax district that is looking to secure a fixed rail line and station to Cobb County's Cumberland suburban center to act as a catalyst for an extensive suburban retrofit vision. CCID needs a strategy for financing cost premiums associated with planning, programming, and designing infrastructure associated with TOD.

The four recipients of the SGIA program technical assistance have a clear understanding of how public transportation and land use development can work together to strengthen a community's economic and environmental goals and outcomes. TOD requires an infrastructure investment that will not only accommodate the public transportation system but will also activate additional private and joint development around the station areas. All of the technical assistance recipients have experience utilizing an extensive toolkit of public and private funding as well as other incentives and investment opportunities to implement planning and infrastructure implementation. The success of their efforts continues to breed growth opportunities. Yet, each of these communities faces challenges in financing infrastructure components that are the critical foundation for future TOD. Without adequate upfront investment, these communities are likely to have development around their transit stations that perpetuates automobile-oriented development and makes future investment in TOD less likely. These challenges combined with current market economics and constraints of public funding require innovative strategies for financing this TOD infrastructure.

IV. PURPOSE AND OBJECTIVE

This contract is for a multi-community SGIA project to describe and develop financing strategies for TOD infrastructure investments. These strategies should identify likely sources of capital and the combination of existing and new funding mechanisms that would enable communities to build the infrastructure needed to attract private investment in TOD. The outputs from this project should be useful not only for the four technical assistance recipients but also for communities across the country dealing with similar challenges in financing TOD infrastructure.

V. QUALITY ASSURANCE (QA) REQUIREMENTS

Check [] Yes if the following is required or [x] NO if the following is not required. The Contractor shall submit with their technical proposal a written Quality Assurance Project Plan for any project that is developing environmental measurements or a Quality Assurance Supplement to the Quality Management Plan for any project which generates environmental data using models.

VI. TASKS AND DELIVERABLES

The TOPO shall review all deliverables in draft form and provide revisions and/or comments to the contractor. The contractor shall incorporate the TOPO's comments 14 days after receipt. Final deliverable shall be in MS Word format.

The order of task completion may change under technical direction to facilitate coordination with related activities occurring in the SGIA communities.¹

Contractor personnel shall at all times identify themselves as Contractor employees and shall not present themselves as EPA employees. Furthermore, they shall not represent the views of the U.S. Government, EPA, or its employees. In addition, the Contractor shall not engage in inherently governmental activities, including but not limited to actual determination of EPA policy and preparation of documents on EPA letterhead.

Task 1: TOD Financing Models. [Page 1-9 of 27: II.A.1.a. and b.: Qualitative Research, Quantitative Analysis, Modeling, and Database Management]

The contractor shall prepare a report suitable for distribution that discusses TOD financing mechanisms and models and includes tasks 1(a)-(c) as sections/chapters. A report suitable for publication shall be defined as one that is delivered to EPA in MS Office Word 2007, or higher version, single-space, 12 point font, with all graphs, images, photos, renderings, and illustrations, identified and cited, all informational attributions, and shall confirm to the Office of Sustainable Communities' (OSC) Style Guide (see attached). The report shall be a minimum of 101 pages and a maximum of 136 pages. The contractor shall submit drafts of each chapter for review to EPA as each is completed. The contractor shall revise each draft according to EPA's comments 14 days after receipt.

The contractor shall organize 2-3 conference calls with various experts during the work undertaken for task 1 to scope issues, confirm topics of research and methodological approaches, and ensure that tasks and the overall project are on track and focused on relevant topics and issues. These calls may include real estate, finance, and capital markets experts; legal professionals; foundation and other philanthropic interests; regional transit authorities; U.S. Department of Transportation (Federal Transit Administration New Starts and Small Starts) staff; and other experts as needed. NGOs such as the Council of Development Finance Agencies should also be considered.

Task 1(a): Infrastructure Finance Mechanisms. Under this task the contractor shall compile a comprehensive list of existing and emerging mechanisms for financing TOD infrastructure. For each mechanism, the contractor shall provide a general description and indicate key factors, including but not limited to issues such as the structure of the financing, the specific type of infrastructure the financing is targeted to, the source of

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¹ SSSMA was recently awarded a own HUD Sustainable Communities Challenge Grant, and Salt Lake County (inclusive of UTA) was recently awarded a Sustainable Communities Regional Planning Grant, both related to infrastructure finance and TOD. The task completion schedule may be changed to align with their grant requirements and utilize opportunities to leverage these resources.

capital, debt, equity, or other values and collateral, the repayment structure (including credits, reimbursements, or other consideration), the timing involved in the repayment life cycle, the entity structure that enters into this finance mechanism, the types of institutions involved in the financial arrangement, and whether state or local approvals are needed for such financing and why. The contractor shall identify the limitations of each financing mechanism (statutory, geographic, loan-to-value, etc.) and when applied, the circumstances under which it is most likely to be successful. The discussion for each item should be detailed enough for a community to determine if they are eligible to use the mechanism, what it can be used for, and the basics of how it would be used. This chapter of the report shall be a minimum of 35 pages and a maximum of 40 pages, and a complete draft shall be delivered to EPA 60 calendar days from the award of the task order. The contractor shall get EPA approval to proceed at interim milestones: after compiling a draft list of mechanisms to cover and after completing full descriptions for three of the mechanisms. The mechanisms list of

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Existing Mechanisms

- Patient equity (http://www.gatewayplanning.com/PDFS/PatientEquity2007.pdf);
- Property acquisition funds (http://greatcommunities.org/intranet/library/sites-tools/Bay_Area_TOD_Fund_DrftRprt_SE11310.pdf);
- Value capture (http://www.reconnectingamerica.org/public/show/ctodvalcapture110508v2);
- Industrial development authorities and industrial loan banks;
- Energy service corporations;
- Land banking; and
- Industrial land banking
 (Landbank and
 http://urban.csuohio.edu/glefc/publications/land_bank_strategy_2005.pdf).

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Emerging Mechanisms

- infrastructure bank http://sustainablesandiego.org/documents/ReinvestinginAmericaJuly2010.pdf;
- A regional infrastructure transportation fund;
- Commercial land banking (see SSMMA);
- Location efficient financing (building off location efficient mortgages);
- Redfields to greenfields (http://rftgf.org/joomla/);
- GreenFunds (seeCCID's http://www.cumberlandcid.org/files/media/documents/2010-09-21-cumberland-cid-framework-for-green-tod-final.pdf);
- Transit-oriented (Land) Real Estate Investment Trusts;
- Equity finance modeling for municipalities (concept developed by Robert Colangelo, National Brownfields Association, and Norman Kurland, Center for Economic and

Social Justice; http://www.cesj.org/homestead/strategies/community/clc-linkprocess.pdf and http://www.cesj.org/homestead/creditvehicles/cha-cic.htm); and Public facility finance (concept developed by Professor Arthur C. "Chris" Nelson at the University of Utah)

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Task 1(b): Infrastructure Finance Models. Under this task the contractor shall compile a list of 10 to 12 existing and/or planned models for combining sources of capital and financing mechanisms to finance TOD-related infrastructure. The contractor shall also develop four new, innovative models that capital markets and communities can use to finance infrastructure around TOD. The contractor may apply the findings of Task 1(a) to create these new models. For each existing and new model, the contractor shall provide a general description including key factors of operation; finance mechanisms to be applied; sources of capital, credit, or other leverage; repayment structure; lifecycle of the model; replenishment of funds; and an explanation of operations and maintenance (for both infrastructure and the model). Contractor shall provide a discussion of the general applicability of the existing and new models as well as a discussion of the advantages and disadvantages of each. The description of new models shall identify what entities (public, private, and/or public-private) are best suited to operate the model, note any potential conflicts with federal-funding criteria, and address whether it would require state legislation and or enabling legislation. The list of models shall include but not be limited to the following:

Existing/Planned Models

- Traditional financing of streetcars by developers and electric companies;
- The Cotton Belt Innovative Funding Initiative (http://www.dart.org/about/expansion/nctcogcottonbelt23jul10.pdf);
- White Flint Sector Plan funding (http://blog.friendsofwhiteflint.org/2010/12/03/council-press-release-on-white-flint-financing/);
- The Cherokee Partners (North Carolina) model;
- Denver TOF Fund (http://www.denverpost.com/business/ci_11795831);
- The Bay Area TOD Fund (http://greatcommunities.org/intranet/library/sites-tools/Bay_Area_TOD_Fund_DrftRprt_SE11310.pdf); and
- Portland MAX Airport Connector (http://www.transportation-finance.org/pdf/funding_financing/funding/local_funding/Airport_Max_Case_Study.pdf)

Four New, Innovative Models

Each model shall cover one of the following scenarios:

- TOD at a single, existing station;
- TOD at a single, planned station;
- TOD along an existing, multiple-station transit line (a regional finance model); and
- TOD along a planned, multiple-station transit line (a regional finance model).

This chapter of the report shall be a minimum of 40 pages and a maximum of 50 pages, and a complete draft shall be delivered to EPA 120 calendar days from award of the task order. The contractor shall get EPA approval to proceed at interim milestones: after compiling a draft list of models to cover, after completing a full description for one of the existing models, and after completing a full description for one of the new models.

Task 1(c): Local Infrastructure Fund Establishment. Given the particular interest of one of the SGIA recipients (SSMMA) in a local, revolving fund as a mechanism to finance TOD infrastructure, under this task the contractor shall describe the basics of establishing such a fund. Issues discussed shall include what entity can/should control such a fund; how big a fund should be (a question of capital, mission, size, scale, etc.); how the fund could generate capital; how the fund could provide a return on investment; how it could replenish itself; whether such a fund should expire and if so, how and when; who would be eligible to borrow from such a fund and for what purpose; and whether there are strategic benefits to creating just one fund or to creating multiple funds for various infrastructure components. Direct consultation with SSMMA will be required. This chapter of the report shall be a minimum of 10 pages and a maximum of 15 pages, and a complete draft shall be delivered to EPA. This section of the report shall be delivered to EPA 150 days from the date of contract award.

Task 2: Application of the work product to the four SGIA recipients [Page 1-12 of 27: II.A.2. at a. – e., and g.: Development and Analysis of Policy Options]

The four SGIA recipients represent different types of entities within their respective communities (local government, a council of governments, a transit authority, and a community improvement district). They are in different geographic areas and locations within their metropolitan regions, have different market conditions, and have different rail station opportunities. The contractor shall prepare four memoranda suitable for distribution, one for each SGIA recipient. The memoranda shall be included as appendices in the final report. The contractor shall take the findings from Task 1 and apply the best strategies and options each community may consider for the infrastructure financing of their respective TOD projects. The four memoranda shall be completed using the same template so that readers of the final report may use the template as a means to consider strategies and options available to their community. Each memorandum shall be a minimum of 4 pages and a maximum of 6 pages, and a complete draft shall be delivered to EPA 180 calendar days from the award of the task order. The contractor shall get EPA approval to proceed at interim milestones: after compiling one draft memorandum for one community and responding to EPA comments.

<u>shall</u>

Task 3: Finance Forum [Page 1-18 of 27: II.C. Communication and Outreach - Events]

Under this task the contractor shall participate in a finance forum to be organized by the Utah Transit Agency (as required by UTA's HUD grant). It will bring together developers, financial lenders, and other private interests to develop a common dialogue, overcome barriers, and create workable portfolios for successful TOD development. The financial forum will bring in experts from the bond financing, tax accounting, pension funds, investment banks, commercial banks, as well as parking deck design experts, civil engineers and architects to identify innovative financial products that could help to finance large, non-revenue generating infrastructure.

The ultimate success of this SGIA project is whether the capital markets will recognize the validity of the funding tools and strategies recommended for the four SGIA communities and would participate in opportunities to provide infrastructure investment for TOD. The Finance Forum will provide an opportunity to evaluate the contract deliverables against this metric and incorporate suggestions from the broader financing community. The contractor shall bring up to 3 persons to the finance forum to make presentations of ongoing research and gather additional information that can be included in the final deliverable. The forum will be held

fall of 2011

Task 4: Final Report. [Page 1-18 of 27: II.C. Communication and Outreach - Reports]

The contractor shall combine the completed Tasks 1, 2, and 3, and assemble everything into a final report, suitable for distribution. This report shall be a minimum of 101 pages and a maximum of 136 pages, and a complete draft shall be delivered to EPA for review 210 calendar days from the award of the task order. EPA will review the document and the contractor shall make revisions and submit a final report to EPA 270 calendar days from the award of the task order.

VII. SCHEDULE FOR DELIVERABLES

The contractor shall provide the following specific deliverables to the EPA TOPO:

TASK	<u>DELIVERABLE</u>	DATE DUE (calendar days after EPA and contractor execute contract)	EST. HRS
1(a)	Report Part I, chapter 1	60	50
1(b)	Report Part I, chapter 2	120	200
1(c)	Report Part I, chapter 3	150	40
2	Report appendices	180	30
3	Finance Forum	TBD^2	55
4	Final Report	270	20

² The Finance Forum will be scheduled by UTA for some time in late summer or fall or 2011, in the western US.

VIII. MISCELLANEOUS

Software Application files, delivered to the Government, shall conform to the requirements relating to accessibility as detailed to the 1998 amendments to the Rehabilitation Act, particularly, but not limited to, § 1194.21 Software applications and operating systems and § 1194.22 Web-based intranet and internet information and applications. See: http://www.section508.gov/

Preferred text format: MS Word, Office 2007

Preferred presentation format: Power Point, Office 2007

Preferred portable format: Adobe Acrobat

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NAME OF OFFEROR OR CONTRACTOR CH2M HILL INC.

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	Obligated Amount for this Modification: \$24,334.10				
	New Total Obligated Amount for this Award:				
	\$89,334.10				
	Incremental Funded Amount changed: from				
	\$65,000.00 to \$89,334.10				
	Incremental Funded Amount changed from \$65,000.00				
	to \$89,334.10				
	NEW ACCOUNTING CODE ADDED:				
	Account code:				
	11-12-B-11WC-502MA4B-2505-1111W1C028-001				
	Beginning Fiscal Year 11				
	Ending Fiscal Year 12				
	Fund (Appropriation) B				
	Budget Organization 11WC				
	Amount: \$5,000.00				
	NEW ACCOUNTING CODE ADDED:				
	Account code:				
	11-12-B-11WC-502MA4B-2505-1111W1C087-001				
	Beginning Fiscal Year 11				
	Ending Fiscal Year 12				
	Fund (Appropriation) B				
	Budget Organization 11WC				
	Amount: \$19,334.10				
	Except as provided herein, all other terms and				
	conditions remain unchanged and in full force and				
	effect.				
	Payment:				
	RTP Finance Center				
	US Environmental Protection Agency RTP-Finance Center				
	Mail Drop D143-02				
	109 TW Alexander Drive				
	Durham NC 27711				
	FOB: Destination				
	Period of Performance: 06/16/2011 to 01/26/2012				

AMENDMENT OF SOLICITATION/MODIFIC	ATION OF C	ONTRACT		1. CONTRACT ID CODE	٦	PAGES		
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE	DATE 4	4. REQI	JISITION/PURCHASE REQ. NO.	5. PRO	1 JECT NO.	. (If applicable)	
002	09/12/2	₀₁₁ s	See :	Schedule				
6. ISSUED BY CODE	HPOD		7. ADM	INISTERED BY (If other than Item 6)	CODE	HPOD		
HPOD	112 02		HPOE			111 02		
US Environmental Protection	Agency			nvironmental Protection	n Ame	an cw		
Headquarters Procurement Ope		I		quarters Procurement Op	_	_		
Ariel Rios Building		I		l Rios Building				
1200 Pennsylvania Avenue, NV	Ī			Pennsylvania Avenue, N	NV			
Washington DC 20460			Wash	ington DC 20460				
8. NAME AND ADDRESS OF CONTRACTOR (No., stree	t, county, State and	ZIP Code) (>	(x) 9A.	AMENDMENT OF SOLICITATION NO.				
CH2M HILL INC.								
Attn: NA			9B.	DATED (SEE ITEM 11)				
				,				
							_	
		×			Ο.			
CODE (b)(4)	FACILITY COL	DE DE	0.6	5/16/2011				
P191 S JAMAICA STREET Englewood CO 80112 x 10A. MODIFICATION OF CONTRACT/ORDER NO. EP-W-11-011 0001 10B. DATED (SEE ITEM 13)								
The above numbered collectation is amended as set for					ndod [in pot o	wtondod	
				·		_		
ů .		•		, ,	٠,,		•	
•				, tologiam or local, provided dadir tologiam or	101101 111	J.1.00 10101	0.100	
	quired)	Net	Inc	cease: \$8	700	.77		
13. THIS ITEM ONLY APPLIES TO N	ODIFICATION O	F CONTRACTS/ORDERS.	S. IT MC	DIFIES THE CONTRACT/ORDER NO. AS DES	3CRIBEE) IN ITEM	14.	
CHECK ONE A. THIS CHANGE ORDER IS ISSUED ORDER NO. IN ITEM 10A.	PURSUANT TO:	(Specify authority) THE C	CHANG	ES SET FORTH IN ITEM 14 ARE MADE IN TI	HE CON.	TRACT		
B. THE ABOVE NUMBERED CONTRA	CT/ORDER IS M	ODIFIED TO REFLECT TH	THE ADM	MINISTRATIVE CHANGES (such as changes of page 43.103(b).	in paying	office,		
appropriation date, etc.) SET FORTI	H IN ITEM 14, PL	JRSUANT TO THE AUTHO	HORITY	OF FAR 43.103(b).				
C. THIS SUPPLEMENTAL AGREEMEN	IT IŞ ENTERED	INTO PURSUANT TO AU	JTHORI	TY OF:				
D. OTHER (Specify type of modification	and authority)							
E. IMPORTANT: Contractor X is not.	is required t	o sign this document and r	return	O copies to the issuing	office.			
14. DESCRIPTION OF AMENDMENT/MODIFICATION	(Organized by U	CF section headings, inclu	luding s	olicitation/contract subject matter where feasib	le.)			
DUNS Number: (b)(4)								
TO 0001: Smart Growth Implem	entation	Assistance /	/ Inf	rastructure Financing				
TOPO: Lee Sobel Max Expire D				3				
roro. Hee boxer han Empire b	acc. 01,	20,2012						
The purpose of this modifica	tion to	Tack Order #1	1100	lor Contract EP-W-11-01	1 10	+0 01	onroue	
							_	
the Contractor's revised quo							ıay	
work under Task 1(a). As a r				mount of this order is	here	\$pÀ		
increased \$8,700.77 from \$89	,334.10	to \$98,034.87	7.					
LIST OF CHANGES:								
Continued								
Except as provided herein, all terms and conditions of the	ne document refe	renced in Item 9A or 10A,	, as here	tofore changed, remains unchanged and in fu	II force a	nd effect.		
15A. NAME AND TITLE OF SIGNER (Type or print)			16A. N	AME AND TITLE OF CONTRACTING OFFIC	ER (Typ	e or print))	
			Jam	i Rodgers				
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		NITED STATES OF AMERICA		160	C. DATE SIGNED	
(Signature of person authorized to sign)	_		-	(Signature of Contracting Officer)		0	9/12/2011	

NSN 7540-01-152-8070 Previous edition unusable STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243
 CONTINUATION SHEET
 REFERENCE NO. OF DOCUMENT BEING CONTINUED
 PAGE
 OF

 EP-W-11-011/0001/002
 2
 2

NAME OF OFFEROR OR CONTRACTOR CH2M HILL INC.

EM NO.	SUPPLIES/SERVICES	QUANTITY		UNIT PRICE	AMOUNT
(A)	(B)	(C)	(D)	(E)	(F)
	Total Amount for this Modification: \$8,700.77				
	New Total Amount for this Award: \$98,034.87				
	Obligated Amount for this Modification: \$8,700.77				
	New Total Obligated Amount for this Award:				
	\$93,034.87				
	CHANGES FOR LINE ITEM NUMBER: 1				
	Total Amount changed from \$89,334.10 to \$98,034.87				
	Obligated Amount for this modification: \$8,700.77				
	NEW ACCOUNTING CODE ADDED:				
	Account code:				
	11-12-B-11WC-502MA4B-2505-1111W1C066-002				
	Beginning Fiscal Year 11				
	Ending Fiscal Year 12				
	Fund (Appropriation) B Budget Organization 11WC				
	Amount: \$8,700.77				
	Innounce 90, 100.11				
	Payment:				
	RTP Finance Center				
	US Environmental Protection Agency				
	RTP-Finance Center (D143-02)				
	109 TW Alexander Drive				
	Durham NC 27711				
	FOB: Destination				
	Period of Performance: 06/16/2011 to 01/26/2012				
			ı		

AMENDMENT OF SOLICITATION/MODIFIC	ATION OF CONTR	RACT	1. CONTRACT ID CODE		GE OF PAGES 1 2					
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. F	LEQUISITION/PURCHASE REQ. NO.		NO. (If applicable)					
003	See Block 1	6C								
6. ISSUED BY CODE	HPOD		ADMINISTERED BY (If other than Item 6)	CODE HP	OD					
HPOD US Environmental Protection Headquarters Procurement Operation Ariel Rios Building 1200 Pennsylvania Avenue, NW Washington DC 20460	Agency	US He Ai	POD E Environmental Protect eadquarters Procurement riel Rios Building 200 Pennsylvania Avenue eshington DC 20460	ion Agenc Operatio	У					
8. NAME AND ADDRESS OF CONTRACTOR (No., street	t, county, State and ZIP Co	de) (x)	9A. AMENDMENT OF SOLICITATION NO.							
CH2M HILL INC. Attn: NA 9191 s JAMAICA STREET Englewood CO 80112		x	9B. DATED (SEE ITEM 11) x 10A. MODIFICATION OF CONTRACT/ORDER NO. EP-W-11-011 0001 10B. DATED (SEE ITEM 13)							
CODE (b)(4)	FACILITY CODE		06/16/2011							
CODE (b)(4) FACILITY CODE 06/16/2011 11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS										
Offers must acknowledge receipt of this amendment litems 8 and 15, and returning co separate letter or telegram which includes a reference THE PLACE DESIGNATED FOR THE RECEIPT OF virtue of this amendment you desire to change an offer to the solicitation and this amendment, and is receive	pies of the amendment; to the solicitation and a OFFERS PRIOR TO TH er already submitted, sud d prior to the opening ho	(b) By acknowledging amendment numbers. IE HOUR AND DATE ch change may be ma	receipt of this amendment on each copy of th FAILURE OF YOUR ACKNOWLEDGEMENT SPECIFIED MAY RESULT IN REJECTION O	e offer submitted; TO BE RECEIVE F YOUR OFFER.	or (c) By O AT If by					
See Schedule	,									
			MODIFIES THE CONTRACT/ORDER NO. AS							
			NGES SET FORTH IN ITEM 14 ARE MADE							
X B. THE ABOVE NUMBERED CONTRA appropriation date, etc.) SET FORTI X C. THIS SUPPLEMENTAL AGREEMEN			ADMINISTRATIVE CHANGES (such as chan ITY OF FAR 43.103(b). ORITY OF:	ges in paying οπις	ө,					
D. OTHER (Specify type of modification	and authority)									
E. IMPORTANT: Contractor X is not,	is required to sign t	this document and retu	ırn 0 copies to the iss	suing office.						
14. DESCRIPTION OF AMENDMENT/MODIFICATION DUNS Number: (b)(4) TO 0001: Smart Growth Implem TOPO: Lee Sobel Max Expire D	entation Ass	sistance / I								
The purpose of this administ EP-W-11-011 is to clarify th follows: Continued Except as provided herein, all terms and conditions of the	e break down	n of cost an	nd fixed fee for EPA's	Finance O						
15A. NAME AND TITLE OF SIGNER (Type or print)		16	A. NAME AND TITLE OF CONTRACTING O							
15B. CONTRACTOR/OFFEROR	15C. E		16B. UNITED STATES OF AMERICA 16C. DATE SIGNE							
(Signature of person authorized to sign)		-	(Signature of Contracting Officer)							

CONTINUATION CHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED	PAGE	OF
CONTINUATION SHEET	EP-W-11-011/0001/003	2	2

NAME OF OFFEROR OR CONTRACTOR CH2M HILL INC.

ΓΕΜ NO.	SUPPLIES/SERVICES	QUANTITY		UNIT PRICE	AMOUNT
(A)	(B)	(C)	(D)	(E)	(F)
	ESTIMATED CEILINGS:				
	Cost: (b)(4) Fee: (b)(4)				
	CPFF: \$98,034.87				
	FUNDED AMOUNTS: Cost: (b)(4)				
	Fee: (b)(4)				
	CPFF: \$98,034.87				
	Payment:				
	RTP Finance Center				
	US Environmental Protection Agency				
	RTP-Finance Center Mail Drop D143-02				
	109 TW Alexander Drive				
	Durham NC 27711 Period of Performance: 06/16/2011 to 01/26/2012				
	Period of Performance: U6/16/2011 to U1/26/2012				

AMENDME	NT OF SOLICITATION	ON/MODIFIC	ATION OF C	ONTRACT		CONTRACT ID CODE	PA	GE OF PAGES
2. AMENDMEN	NT/MODIFICATION NO.		3. EFFECTIVE	DATE	4. REQ	UISITION/PURCHASE REQ. NO.	5. PROJE	1 2 ECT NO. (If applicable)
004			03/14/20	012				
6. ISSUED BY		CODE	HPOD		7. ADN	MINISTERED BY (If other than Item 6)	CODE	HPOD
HPOD US Envi: Headqua: Ariel R. 1200 Pe: Washing 8.NAME AND CH2M HII Attn: NA	ronmental Pro rters Procure ios Building nnsylvania Av ton DC 20460 ADDRESS OF CONTRAG	tection ment Ope enue, NW CTOR (No., street	Agency rations	, and the second	HPOI US I Head Arid 1200 Wash (x) 9A.	Environmental Protection departers Procurement (ed Rios Building Dennsylvania Avenue, mington DC 20460 AMENDMENT OF SOLICITATION NO. DATED (SEE ITEM 11)	n Ager Operat: NW	ncy
						P-W-11-011 001 3. DATED (SEE ITEM 13)		
CODE (b)((4)		FACILITY COL	DE	0	6/16/2011		
			11. THIS ITE	 EM ONLY APPLIES TO AI	 MENDN	ENTS OF SOLICITATIONS		
to the solicit	ation and this amendment ING AND APPROPRIATION edule 13. THIS ITEM ONLY A. THIS CHANGE ORDI ORDER NO. IN ITEM	, and is received ON DATA (If req APPLIES TO MO ER IS ISSUED F I 10A.	I prior to the ope uired) DDIFICATION O	ning hour and date specific from the specific fr	S. IT MC	DDIFIES THE CONTRACT/ORDER NO. AS DIFIES SET FORTH IN ITEM 14 ARE MADE IN MINISTRATIVE CHANGES (such as change. OF FAR 43.103(b).	ESCRIBED I	IN ITEM 14.
		AL AGREEMEN'	T IS ENTERED	INTO PURSUANT TO AL				
X	mutual agree	ment of	parties					
DUNS Num TO 0001: TOPO: Le LIST OF This mod 15-MAY-1 Period of	TION OF AMENDMENT/M nber: (b)(4) : Smart Growth ee Sobel Max I CHANGES: dification cha l2. This modi	h Impleme Expire Da anges the ification e: 06/16	entation ate: 01/see Task On furthe /2011 to	Assistance / 26/2012 rder Period C r changes Sta 05/15/2012	Juding s / In.	copies to the issuit officitation/contract subject matter where feasing frastructure. Financing erformance end date from the following of the contraction of the cont	om 26-das atta	ached. d effect.
	CTOR/OFFEROR			15C. DATE SIGNED		JNITED STATES OF AMERICA (Signature of Contracting Officer)		16C. DATE SIGNED 03/14/2012

Task 1(c): Local Infrastructure Fund Establishment. Given the particular interest of one of the SGIA recipients (SSMMA) in a local, revolving structured fund as a mechanism to finance TOD infrastructure, under this task the contractor shall describe the basics of establishing such a fund. Issues discussed shall include what entity can/should control such a fund; how big a fund should be (a question of capital, mission, size, scale, etc.); how the fund could generate capital, how the fund could provide a return on investment; how it could replenish itself; whether such a fund should expire and if so, how and when; who would be eligible to borrow from such a fund and for what purpose; and whether there are strategic benefits to creating just one fund or to creating multiple funds for various infrastructure components. Direct consultation with SSMMA will be required. This chapter of the report shall be a minimum of 10 pages and a maximum of 15 pages, and a complete draft shall be delivered to EPA. This section of the report shall be delivered to EPA 150 days from the date of contract award.

AMEN	MENT OF SOLICITA	TION/MODIFIC	ATION OF C	ONTRACT		1. CONTRACT ID CODE	٦	1 2
2. AMENI	DMENT/MODIFICATION N	IO.	3. EFFECTIVE	DATE 4	1. RE		5. PRO	JECT NO. (If applicable)
005			04/04/20	012				
6. ISSUE	D BY	CODE	HPOD		7. A	DMINISTERED BY (If other than Item 6)	CODE	НРОД
HPOD					HP	AD.		
	nvironmental P	rotection	Agency			OD Environmental Protection	η Άσε	≥n.cv
	uarters Procu		_			adquarters Procurement Op	_	-
	. Rios Buildin	_				iel Rios Building		
1200	Pennsylvania	Avenue, NW	1		12	00 Pennsylvania Avenue, 1	1M	
	ngton DC 2046					shington DC 20460		
8. NAME	AND ADDRESS OF CONT	RACTOR (No., street	t, county, State and	(>	x) ⁹	A. AMENDMENT OF SOLICITATION NO.		
CH2M	HILL INC.							
Attn:	NA				9	B. DATED (SEE ITEM 11)		
9191	S JAMAICA STRE	EET						
Engle	wood CO 80112			_	1	0A. MODIFICATION OF CONTRACT/ORDER N		
				×	۲ i	EP-W-11-011	J.	
						0001		
					1	0B. DATED (SEE ITEM 13)		
CODE	(b)(4)		FACILITY COL	DE		06/16/2011		
			11. THIS ITE	EM ONLY APPLIES TO AM	IENI	DMENTS OF SOLICITATIONS		
The ab	ove numbered solicitation is	s amended as set fo	orth in Item 14. T	The hour and date specified	d for	receipt of Offersis exter	ded,	is not extended.
	• •			•		ation or as amended, by one of the following metr	` '	,
	3 and 15, and returning to letter or telegram which i				-	receipt of this amendment on each copy of the office. FAILURE OF YOUR ACKNOWLEDGEMENT TO I		
	•					PECIFIED MAY RESULT IN REJECTION OF YO		
	of this amendment you desi solicitation and this amendn	•	•			e by telegram or letter, provided each telegram or	letter ma	akes reference
	OUNTING AND APPROPRI			ring flour and date specific	cu.			
	Schedule		, a v a./					
	13. THIS ITEM OF	NLY APPLIES TO M	ODIFICATION O	F CONTRACTS/ORDERS.	. IT	MODIFIES THE CONTRACT/ORDER NO. AS DES	CRIBE	D IN ITEM 14.
	+							
CHECK	A. THIS CHANGE O ORDER NO. IN IT	RDER IS ISSUED F FEM 10A.	PURSUANT TO:	(Specify authority) THE C	1AH	NGES SET FORTH IN ITEM 14 ARE MADE IN TH	HE CON	TRACT
	B THE ABOVE NUM	ARERED CONTRA	TIOPDED IS M	ODIEIED TO BEEL ECT TH	HE /	ADMINISTRATIVE CHANGES (such as changes	in navinc	r office
Х	appropriation date	e, etc.) SET FORTH	IN ITEM 14, PL	JRSUANT TO THE AUTHO	ORI	ADMINISTRATIVE CHANGES (such as changes of the Community OF FAR 43.103(b).	ii payiiig	g omce,
	C. THIS SUPPLEME	NTAL AGREEMEN	T IS ENTERED	INTO PURSUANT TO AUT	THO	DRITY OF:		
	0, 1, 10, 0, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,							
	D. OTHER (Specify	type of modification	and authority)					
		,,	**					
E. IMPOR	RTANT: Contractor	X is not,	is required t	o sign this document and r	retur	n 0 copies to the issuing	office.	
14. DES0	CRIPTION OF AMENDMEN	T/MODIFICATION	(Organized by U	ICF section headings, inclu	uding	g solicitation/contract subject matter where feasib	le.)	
DUNS	Number: $(b)(4)$							
TO 00	01: Smart Grov	wth Implem	J entation	Assistance /	I	nfrastructure Financing		
	Lee Sobel Max	_				-		
		-						
The n	urpose of this	s modifica	tion to	Task Order #	٥٥	01 under Contract EP-W-13	1 – 0 1 1	1 is to
_	funds in the					ed fee pool to the cost μ		
	_	ariig iiivor	ces. Ini.	s action does	11	ot increase the overall s	/arue	e or sard
Task	Order.							
Ceili	-							
Conti	nued							
	•		e document refe	renced in Item 9A or 10A,		neretofore changed, remains unchanged and in fu		
15A. NAN	ME AND TITLE OF SIGNER	R (Type or print)			164	A. NAME AND TITLE OF CONTRACTING OFFICE	ER (Typ	pe or print)
					Ja	ami Rodgers		
15B. CO	NTRACTOR/OFFEROR			15C. DATE SIGNED		3. UNITED STATES OF AMERICA		16C. DATE SIGNED
	•							
	(Signature of person auth	orized to sian)			_	(Signature of Contracting Officer)		
	, , , , , , , , , , , , , , , , , , , ,	3.7			Ь—	, 0		

NSN 7540-01-152-8070 Previous edition unusable STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243

CONTINUATION CHEET		PAGE	OF
CONTINUATION SHEET	EP-W-11-011/0001/005	2	2

NAME OF OFFEROR OR CONTRACTOR CH2M HILL INC.

ITEM NO.	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
(A)	(B)		(D)	(E)	(F)
	Estimated Cost: (b)(4) This				
	Action = $(b)(4)$ Fixed Fee: $(b)(4)$ This Action =				
	Fixed Fee: $(b)(4)$ This Action = $(b)(4)$				
	CPFF: \$98,034.87				
	Funded Amounts:				
	Estimated Cost: (b)(4) This				
	Action = $(b)(4)$				
	Fixed Fee: $(b)(4)$ This Action =				
	CPFF: \$98,034.87				
	Period of Performance: 06/16/2011 to 05/15/2012				

AMENDME	ENT OF SOLICITATION/MODIFIC	ATION OF CON	NTRACT	1. CONTRACT ID CODE	PAGE 1	OF PAGES
2. AMENDME	NT/MODIFICATION NO.	3. EFFECTIVE DA	TE 4	REQUISITION/PURCHASE REQ. NO.		NO. (If applicable)
006		04/30/201	2			
6. ISSUED BY	Y CODE	HPOD		. ADMINISTERED BY (If other than Item 6)	CODE HE	OD
Headqua Ariel R 1200 Pe	ronmental Protection arters Procurement Ope Rios Building ennsylvania Avenue, NV gton DC 20460	erations	T. F.	HPOD US Environmental Protecti Headquarters Procurement Ariel Rios Building .200 Pennsylvania Avenue, Mashington DC 20460	Operatio	-
8. NAME AND	ADDRESS OF CONTRACTOR (No., stree	t, county, State and ZIP	^o Code) (x	9A. AMENDMENT OF SOLICITATION NO.		
			x	9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER EP-W-11-011 0001 10B. DATED (SEE ITEM 13)	R NO.	
CODE (b)((4)	FACILITY CODE		06/16/2011		
		11. THIS ITEM (ONLY APPLIES TO AM	 ENDMENTS OF SOLICITATIONS		
Items 8 and separate le THE PLAC virtue of thi to the solici	d 15, and returning co tter or telegram which includes a reference E DESIGNATED FOR THE RECEIPT OF s amendment you desire to change an offe itation and this amendment, and is receive TING AND APPROPRIATION DATA (If rec	pies of the amendme to the solicitation ar OFFERS PRIOR TO er already submitted, d prior to the opening	ent; (b) By acknowledgind amendment numbers of THE HOUR AND DAT , such change may be m	icitation or as amended, by one of the following m ng receipt of this amendment on each copy of the s. FAILURE OF YOUR ACKNOWLEDGEMENT T E SPECIFIED MAY RESULT IN REJECTION OF nade by telegram or letter, provided each telegram d.	offer submitted; O BE RECEIVE YOUR OFFER.	or (c) By D AT If by
see sch		IODIFICATION OF C	ONTRACTS/ORDERS	IT MODIFIES THE CONTRACT/ORDER NO. AS I	DESCRIBED IN I	TEM 14
CHECK ONE				HANGES SET FORTH IN ITEM 14 ARE MADE IN IE ADMINISTRATIVE CHANGES (such as change RITY OF FAR 43.103(b).		
	C. THIS SUPPLEMENTAL AGREEMEN		O PURSUANT TO AUT	HORITY OF:		
	D. OTHER (Specify type of modification	and authority)				
E. IMPORTAN			ign this document and re		•	
DUNS Num TO 0001 TOPO: Le The pur funds i payment Order. Ceiling Estimate Fixed For	mber: (b)(4) : Smart Growth Implem ee Sobel Max Expire D pose of this modifica n the amount of (b)(4) of pending invoices. s: ed Cost: (b)(4) ee: (b)(4) - (b)(4)	entation A ate: 01/26 tion to Ta from th This acti	assistance / //2012 sk Order #00 de fixed fee	Infrastructure Financing 0.01 under Contract EP-W-1 pool to the cost pool to increase the overall val	1-011 is	or
	ovided herein, all terms and conditions of the	ne document referen	ced in Item 9A or 10A,	as heretofore changed, remains unchanged and in		
15A. NAME A	ND TITLE OF SIGNER (Type or print)			16A. NAME AND TITLE OF CONTRACTING OF Jami Rodgers	FICER (Type or	print)
15B. CONTRA	ACTOR/OFFEROR	150	C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
	(Signature of person authorized to sign)			(Signature of Contracting Officer)		

CONTINUATION CHEET		PAGE	OF
CONTINUATION SHEET	EP-W-11-011/0001/006	2	2

NAME OF OFFEROR OR CONTRACTOR CH2M HILL INC.

ΓΕΜ NO.	SUPPLIES/SERVICES	QUANTITY		UNIT PRICE	AMOUNT
(A)	(B)	(C)	(D)	(E)	(F)
	CPFF: \$98,034.87				
	Funded Amounts:				
	Estimated Cost: (b)(4) This Action				
	= (b)(4)				
	Fixed Fee: $(b)(4)$ This Action =				
	(b)(4)				
	CPFF: \$98,034.87				
	LIST OF CHANGES:				
	Reason for Modification : Other Administrative				
	Action				
	Period of Performance: 06/16/2011 to 05/15/2012				

AMENDMENT OF SOLICITATION	MODIFIC	ATION OF C	ONTRACT		1. CONTRACT ID CODE		PAGE OF	F PAGES
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE	DATE	4. REC	UISITION/PURCHASE REQ. NO.	5. PR	OJECT NO). (If applicable)
007		12/04/20	112					
6. ISSUED BY	CODE	HPOD	712	7. ADI	MINISTERED BY (If other than Item 6)	CODE	HPOD	
HPOD US Environmental Prote Headquarters Procureme Ariel Rios Building 1200 Pennsylvania Aven Washington DC 20460	nt Ope	rations		Head Ari	D Environmental Protecti dquarters Procurement el Rios Building O Pennsylvania Avenue, nington DC 20460	Opera	ency	
8. NAME AND ADDRESS OF CONTRACTO	R (No., street	, county, State and	ZIP Code)	(x) 9A	AMENDMENT OF SOLICITATION NO.			
CH2M HILL INC. Attn: NA 9191 S JAMAICA STREET Englewood CO 80112				x 10,	A. MODIFICATION OF CONTRACT/ORDER P-W-11-011 001 B. DATED (SEE ITEM 13)	R NO.		
CODE (b)(4)		FACILITY COD	DE DE		6/16/2011			
(2)(1)		11. THIS ITE	M ONLY APPLIES TO A		IENTS OF SOLICITATIONS			
Items 8 and 15, and returning separate letter or telegram which includes THE PLACE DESIGNATED FOR THE RE virtue of this amendment you desire to ch to the solicitation and this amendment, an 12. ACCOUNTING AND APPROPRIATION See Schedule	cop a reference ECEIPT OF (ange an offe d is received DATA (If req	oies of the amening to the solicitation DFFERS PRIOR ralready submitt prior to the operuired)	dment; (b) By acknowled, n and amendment numbe TO THE HOUR AND DA ted, such change may be ning hour and date speci	ging recens. FA TE SPI made I fied.	on or as amended, by one of the following meipt of this amendment on each copy of the ILURE OF YOUR ACKNOWLEDGEMENT TECIFIED MAY RESULT IN REJECTION OF by telegram or letter, provided each telegram	offer subn O BE REG YOUR OF n or letter i	nitted; or (c CEIVED AT FFER. If by makes refer	e) By r / rence
13. THIS ITEM ONLY AP	PLIES TO M	ODIFICATION O	F CONTRACTS/ORDERS	S. IT M	ODIFIES THE CONTRACT/ORDER NO. AS I	DESCRIB	ED IN ITEM	14.
					SES SET FORTH IN ITEM 14 ARE MADE IN			
B. THE ABOVE NUMBERE appropriation date, etc.) X C. THIS SUPPLEMENTAL A					MINISTRATIVE CHANGES (such as change OF FAR 43.103(b). ITY OF:	es in payir	ng office,	
D. OTHER (Specify type of	modification	and authority)						
E. IMPORTANT: Contractor	X is not,	is required to	o sign this document and	return		ing office.		
14. DESCRIPTION OF AMENDMENT/MODDUNS Number: (b)(4) TO 0001: Smart Growth TOPO: Lee Sobel Max Ex The purpose of this mo funds in the amount of payment of pending inv Order. Ceilings: Estimated Cost: (b)(4) Fixed Fee: (b)(4) Continued Except as provided herein, all terms and cor 15A. NAME AND TITLE OF SIGNER (Type	Implement of the control of the cont	entation ate: 01/2 tion to 1 from This ac	Assistance / 26/2012 Fask Order # 0 the fixed feet of the fixed f	/ In 0001 e poot i b)(4)as her	frastructure Financing under Contract EP-W-1 ol to the cost pool to ncrease the overall va	1-011 allo	w for said	d Task
15B. CONTRACTOR/OFFEROR			15C. DATE SIGNED	16B.	UNITED STATES OF AMERICA		160	C. DATE SIGNED
(Signature of person authorized to	sign)			<u>_</u>	(Signature of Contracting Officer)			

CONTINUATION CUEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED	PAGE	OF
CONTINUATION SHEET	EP-W-11-011/0001/007	2	2

NAME OF OFFEROR OR CONTRACTOR

~**		TATO	
JHZM	HILL	INC.	

TEM NO.	SUPPLIES/SERVICES	QUANTITY		UNIT PRICE	AMOUNT
(A)	(B)	(C)	(D)	(E)	(F)
	Funded Amounts:				
	Estimated Cost: $(b)(4)$ (this				
	action) = (b)(4)				
	Fixed Fee: $(b)(4)$ (this action) =				
	(b)(4)				
	CPFF: \$98,034.87				
	LIST OF CHANGES:				
	Reason for Modification : Other Administrative				
	Action				
	Buyer changed				
	from Jami Rodgers				
	110m vami Rougeis				
	to Tricia Lynn				
	Contracting Officer changed				
	from Jami Rodgers				
	to Jody Gosnell				
	Period of Performance: 06/16/2011 to 05/15/2012				

AMENDME	NT OF SOLICITATI	ON/MODIFIC	ATION OF C	ONTRACT		CONTRACT ID CODE	PA	GE OF PAGES
2. AMENDMEI	NT/MODIFICATION NO.		3. EFFECTIVE	DATE	4. REC	UISITION/PURCHASE REQ. NO.	5. PROJE	ECT NO. (If applicable)
800			See Blo	ck 16C				
6. ISSUED BY	,	CODE	HPOD		7. AD	MINISTERED BY (If other than Item 6)	CODE	
Headqua Ariel R 1200 Pe	ronmental Pro rters Procure ios Building nnsylvania Av	ement Ope	rations				L	
	ton DC 20460				1			
CH2M HII Attn: NA 9191 S J			, county, State and		9B x 10. x E1	A MODIFICATION OF CONTRACT/ORDER NO. P-W-11-011 3. DATED (SEE ITEM 11)	Ο.	
CODE (b)	(4)		FACILITY COI	DE		6/16/2011		
(5)	(' /					MENTS OF SOLICITATIONS		
separate let THE PLACE virtue of this to the solicit	E DESIGNATED FOR TH s amendment you desire t lation and this amendmen TING AND APPROPRIAT edule	ludes a reference IE RECEIPT OF (to change an offe nt, and is received TION DATA (If req	to the solicitatic DFFERS PRIOF r already submit I prior to the ope uired)	on and amendment number R TO THE HOUR AND DA Ited, such change may be ening hour and date specif	ers. FA TE SP made fied.	ceipt of this amendment on each copy of the off ILURE OF YOUR ACKNOWLEDGEMENT TO ECIFIED MAY RESULT IN REJECTION OF YO by telegram or letter, provided each telegram or DDIFIES THE CONTRACT/ORDER NO. AS DES	BE RECEI' DUR OFFE I letter mak	VED AT R. If by es reference
CHECK ONE	B. THE ABOVE NUMB appropriation date, e	ERED CONTRAC etc.) SET FORTH	CT/ORDER IS M I IN ITEM 14, PI		THE AD	MINISTRATIVE CHANGES (such as changes OF FAR 43.103(b).		
37	D. OTHER (Specify typ		• ,	with of EAD 16	206 -	Cost-Dlug-Fived-Foe Contract	- 0	
X						Cost-Plus-Fixed-Fee Contract O copies to the issuince		
DUNS Num TO 0001: TOPO: Le The purp funds in	TION OF AMENDMENT/ mber: (b)(4) : Smart Growt ee Sobel Max pose of this n the amount	th Implement Expire Demodification of (b)(4)	(Organized by Contact on a te: 01/tion to from to	Assistance / 26/2012 Task Order #0 he fixed fee	/ In	copies to the issuing solicitation/contract subject matter where feasible frastructure Financing under Contract EP-W-11-1 to the cost pool to a the overall value of sattle	-011 i	for payment
Fixed Fe Continue Except as pro	ed Cost: (b)(4)	nd conditions of th		this action) action) = (b)((4) , as he	retofore changed, remains unchanged and in furnishment of contracting officiency between Barton		
15B. CONTRA	ACTOR/OFFEROR			15C. DATE SIGNED		UNITED STATES OF AMERICA		16C. DATE SIGNED
	(Signature of person authorize	zed to sign)				(Signature of Contracting Officer)		

CONTINUATION CHEET		PAGE	OF
CONTINUATION SHEET	EP-W-11-011/0001/008	2	2

NAME OF OFFEROR OR CONTRACTOR

CH2M	HILL	INC.	

ΓΕΜ NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
(**/	Funded Amounts:	(0)	(2)	(1)	(1)
	Estimated Cost: (b)(4) (this action)				
	= (b)(4)				
	Fixed Fee: $(b)(4)$ (this action) =				
	(b)(4)				
	CPFF: \$98,034.87				
	Period of Performance: 06/16/2011 to 05/15/2012				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			CONTRACT ID CODE	PAGE	OF PAGES			
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DA	TE 4. RE	UISITION/PURCHASE REQ. NO.	5. PROJECT	NO. (If applicable)			
009	See Block	160			, , ,			
6. ISSUED BY COD			MINISTERED BY (If other than Item 6)	CODE				
HPOD US Environmental Protection Headquarters Procurement Op Ariel Rios Building 1200 Pennsylvania Avenue, N	n Agency perations							
Washington DC 20460								
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) CH2M HILL INC. Attn: NA 9191 S JAMAICA STREET Englewood CO 80112			(x) 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) x 10A. MODIFICATION OF CONTRACT/ORDER NO. EP-W-11-011 0001 10B. DATED (SEE ITEM 13)					
CODE (b)(4)	FACILITY CODE		6/16/2011					
(0)(1)			MENTS OF SOLICITATIONS					
☐ The above numbered solicitation is amended as se Offers must acknowledge receipt of this amendmen Items 8 and 15, and returning separate letter or telegram which includes a referent THE PLACE DESIGNATED FOR THE RECEIPT Covirtue of this amendment you desire to change and to the solicitation and this amendment, and is received.	nt prior to the hour and of copies of the amendme noe to the solicitation an IF OFFERS PRIOR TO offer already submitted,	date specified in the solicita ent; (b) By acknowledging re ad amendment numbers. FA THE HOUR AND DATE SF such change may be made	ion or as amended, by one of the following n ceipt of this amendment on each copy of the JLURE OF YOUR ACKNOWLEDGEMENT I ECIFIED MAY RESULT IN REJECTION OF	offer submitted; FO BE RECEIVE YOUR OFFER.	or (c) By D AT If by			
12. ACCOUNTING AND APPROPRIATION DATA (If	required)	Net De	crease:	-\$84.41				
See Schedule	MODIFICATION OF A	AUT. 1070/0000000 IT.	ADJETES THE AGUTD LATIODDED HOLDS	DECADINED III I				
13. THIS ITEM ONLY APPLIES TO	MODIFICATION OF CO	ONTRACTS/ORDERS. IT N	ODIFIES THE CONTRACT/ORDER NO. AS	DESCRIBED IN I	TEM 14.			
			GES SET FORTH IN ITEM 14 ARE MADE IN					
appropriation date, etc.) SET FOR			MINISTRATIVE CHANGES (such as chang ' OF FAR 43.103(b). PITY OF:	es in paying ome	е,			
D. OTHER (Specify type of modificati	on and authority)							
X Deobligation of exc	cess funds u	nder the autho	ority of FAR 43.103(a)					
E. IMPORTANT: Contractor X is not.		gn this document and return	٥					
14. DESCRIPTION OF AMENDMENT/MODIFICATION DUNS Number: (b)(4) TO 0001: Smart Growth Imple TOPO: Lee Sobel Max Expire	ementation A	ssistance / Ir		·				
The purpose of this modificward w1C049) from cost, as seen			cess funds in the amou	int of (b)	(4) (DCN			
Estimated Cost: (b)(4) Fixed Fee: (b)(4) CPFF: \$97,950.46	()	this action) =	(b)(4)					
Continued Except as provided herein, all terms and conditions o	f the document reference	red in Item 9∆ or 1∩∆ as he	retofore changed remains unchanged and it	o full force and ef	fact			
15A. NAME AND TITLE OF SIGNER (Type or print)	r and document reference	16A.	NAME AND TITLE OF CONTRACTING OF dy Gosnell					
15B. CONTRACTOR/OFFEROR	150		UNITED STATES OF AMERICA		16C. DATE SIGNED			
(Signature of person authorized to sign)			(Signature of Contracting Officer)					

 CONTINUATION SHEET
 REFERENCE NO. OF DOCUMENT BEING CONTINUED
 PAGE
 OF

 EP-W-11-011/0001/009
 2
 2

NAME OF OFFEROR OR CONTRACTOR CH2M HILL INC.

TEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
**/	LIST OF CHANGES:	1	(-)	(1)	(1)
	Reason for Modification : Funding Only Action				
	Total Amount for this Modification: \$0.00				
	New Total Amount for this Version: (b)(4)				
	New Total Amount for this Award: (b)(4)				
	Obligated Amount for this Modification: (b)(4)				
	New Total Obligated Amount for this Award:				
	\$97,950.46				
	Incremental Funded Amount changed: from (b)(4) to \$97,950.46				
	(0)(4)				
	CHANGES FOR LINE ITEM NUMBER: 1				
	Obligated Amount for this modification: (b)(4)				
	Incremental Funded Amount changed from (b)(4)				
	to \$97,950.46				
	CHANGES FOR ACCOUNTING CODE:				
	11-12-B-11WC-502MA4B-25051111W1C049-001				
	Amount changed from \$65,000.00 to \$64,915.59				
	FOB: Destination				
	Period of Performance: 06/16/2011 to 05/15/2012				